

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

ASSOCIATION OF FLIGHT)	Civil Action No.: 1:05CV01036 (ESH)
ATTENDANTS – CWA, AFL-CIO,)	
Plaintiff,)	
v.)	
PENSION BENEFIT GUARANTY)	(ESH)
CORPORATION,)	
Defendant.)	

**MOTION FOR ENTRY OF AN ORDER AUTHORIZING
THE FILING OF CERTAIN DOCUMENTS UNDER SEAL**

The Pension Benefit Guaranty Corporation (“PBGC”) moves for entry of an order authorizing PBGC to file under seal Supplement to Volume 12 of the Administrative Record of its termination decision. In support of this motion, the agency respectfully represents as follows:

1. By this Motion, PBGC respectfully requests that the Court enter an order authorizing the PBGC to file the Supplement to Volume 12 of the administrative record (“Confidential Documents”) under seal in accordance with Fed. R. Civ. P. 26(c)(7) and Local Civil Rule 5.1, and directing that the Confidential Documents shall remain under seal and confidential indefinitely. Access to the documents would be limited to (i) Defendant PBGC and its counsel and other advisors and (ii) Representatives of the Plaintiff, Association of Flight Attendants-CWA, AFL-CIO (“AFA”) and its counsel.
2. Good cause exists for the Court to grant the relief requested herein. Certain documents in the supplement to the administrative record that PBGC has submitted to this Court

contain highly confidential and sensitive business information and are subject to a confidentiality agreement that PBGC has entered into as a result of United's ongoing Chapter 11 Bankruptcy proceedings in the Bankruptcy Court for the Northern District of Illinois. These documents include analysis of settlement proposals between United and PBGC over a multitude of issues surrounding United's pension plans.

3. Filing the Confidential Documents under seal is necessary because (i) disclosure of some of them would violate the confidentiality agreement between United and PBGC; (ii) PBGC, a government agency, in the course of fulfilling its statutory mission, has regular need for business confidential information and thus has a compelling interest in honoring its confidentiality agreements; and (iii) disclosure could harm United by giving its competitors and others access to highly confidential and proprietary information about the Company's business plans and potential future initiatives.

4. AFA also has a confidentiality agreement with United.

For the above-stated reasons, as set out more fully in PBGC's Memorandum in Support of Its Motion for Entry of an Order Authorizing The Filing of Certain Documents under Seal, PBGC respectfully requests that the Court enter an order substantially in the form attached hereto

authorizing the PBGC to file the Confidential Documents under seal and granting such other and further relief as the Court deems appropriate.

Dated: September 26, 2005

Respectfully submitted,

/s/ Andrea M. Wong
JEFFREY B. COHEN, DC Bar #347880
Chief Counsel
CHARLES L. FINKE
Associate Chief Counsel
PAULA CONNELLY, DC Bar #389055
JOHN A. MENKE, DC Bar #370540
Assistant Chief Counsel
SHANNON L. NOVEY, DC Bar #476277
JACQUELYN M. GRAY
ANDREA M. WONG, DC Bar #449128
Attorneys
Pension Benefit Guaranty Corp.
Office of the Chief Counsel
1200 K Street, N.W.
Washington, DC 20005
wong.andrea@pbgc.gov
efile@pbgc.gov
(202) 326-4020, ext. 3448 (telephone)
(202) 326-4112 (facsimile)